

UNITED STATES DISTRICT COURT  
DISTRICT OF MINNESOTA

Sang Shihong, Individually and on  
Behalf of All Others Similarly  
Situating,

Civil File No. 09-cv-2856 (PJS/FLN)

Plaintiff,

**DECLARATION OF**  
**PETER W. CARTER**

v.

SUPERVALU INC., Jeff Noddle,  
and Pamela K. Knous,

Defendants.

I, Peter W. Carter, declare as follows:

1. I am an attorney licensed to practice in the State of Minnesota and am admitted to practice before this Court.

2. I am a partner in the firm of Dorsey & Whitney, LLP, and represent Defendants SUPERVALU INC. ("SUPERVALU"), Jeff Noddle, and Pamela K. Knous in the above-captioned action. I submit this Declaration in support of Defendants' Motion to Dismiss Plaintiff's Class Action Complaint for Violation of the Securities Laws.

3. Attached hereto as **Exhibit 1** is a true and correct copy of the SUPERVALU 2008 Form 10-K for the fiscal year ended February 23, 2008 filed with the Securities and Exchange Commission ("SEC") on April 23, 2008.

4. Attached hereto as **Exhibit 2** is a true and correct copy of the SUPERVALU First Quarter 2009 Form 10-Q for the quarterly period ended

June 14, 2008 filed with the SEC on July 23, 2008.

5. Attached hereto as **Exhibit 3** is a true and correct copy of the SUPERVALU Second Quarter 2009 Form 10-Q for the quarterly period ended September 6, 2008 filed with the SEC on October 16, 2008.

6. Attached hereto as **Exhibit 4** is a true and correct copy of the SUPERVALU Third Quarter 2009 Form 10-Q for the quarterly period ended November 29, 2008 filed with the SEC on January 8, 2009.

7. Attached hereto as **Exhibit 5** is a true and correct copy of the SUPERVALU Form 8-K, with attached press release, filed with the SEC on April 23, 2009.

8. Attached hereto as **Exhibit 6** is a true and correct copy of the SUPERVALU 2009 Form 10-K for the fiscal year ended February 28, 2009 filed with the SEC on April 28, 2009.

9. Attached hereto as **Exhibit 7** is a true and correct copy of the SUPERVALU Form S-3 filed with the SEC on April 30, 2009.

10. Attached hereto as **Exhibit 8** is a true and correct copy of a press release issued by SUPERVALU on April 30, 2009.

11. Attached hereto as **Exhibit 9** is a true and correct copy of the SUPERVALU Free Writing Prospectus filed with the SEC on May 1, 2009.

12. Attached hereto as **Exhibit 10** is a true and correct copy of a press release issued by SUPERVALU on May 7, 2009.

13. Attached hereto as **Exhibit 11** is a true and correct copy of the

SUPERVALU Form 8-K, with attached press release, filed with the SEC on June 24, 2009.

14. Attached hereto as **Exhibit 12** is a true and correct copy of a chart of SUPERVALU's stock price from June 24, 2009 to September 21, 2009 that was compiled using data from Yahoo! Finance (available at <http://finance.yahoo.com>).

I declare under penalty of perjury of the laws of the United States of America that the foregoing is true and correct.

Dated: December 28, 2009

s/ Peter W. Carter  
Peter W. Carter